

SENT BY:MILES&STOCKBRIDGE

; 3-18-96 ; 12:43 ;

4103853700-

6186562369:# 5
MAR 18 '96 11:49AM

19081-E

MAR 21 1996 -1 30 PM

**PARTIAL RELEASE OF FIRST AMENDMENT TO LOAN AGREEMENT,
CHattel MORTGAGE AND SECURITY AGREEMENT**

The undersigned, Mark Twain Illinois Bank, an Illinois banking corporation (the "Bank"), for good and valuable consideration, the receipt and sufficiency of which is acknowledged, terminates and releases its security interest in and to the covered hopper railway cars identified with more particularity on attached Exhibit A (the "Railcars"), together with all other collateral related to the Railcars, granted pursuant to that certain First Amendment to Loan Agreement, Chattel Mortgage and Security Agreement dated as of June 20, 1995 made by Southern Illinois Railcar Company, an Illinois corporation, in favor of the Bank (the "Security Agreement"). A memorandum of the Security Agreement was recorded with the Interstate Commerce Commission on August 30, 1995 under Recordation Number 19081-C.

Dated as of this 19th day of March, 1996.

MARK TWAIN ILLINOIS BANK

By: Scott Stemm

Its: Vice President

STATE OF Illinois)

) ss.

COUNTY OF Madison)

I, Dolores J. Klein, a Notary Public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that Scott Stemm of Mark Twain Illinois Bank, personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he or she signed said instrument as the free and voluntary act of Mark Twain Illinois Bank for the uses and purposes therein set forth.

Given my hand and notarial seal this 19th day of March, 1996.

"OFFICIAL SEAL"
DOLORES J. KLEIN
NOTARY PUBLIC - STATE OF ILLINOIS
MY COMMISSION EXPIRES DEC. 4, 1998

Dolores J. Klein
Notary Public

(SEAL)

My commission expires: 12-4-98

B:TN155701.REL

**SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C. 20427-0001**

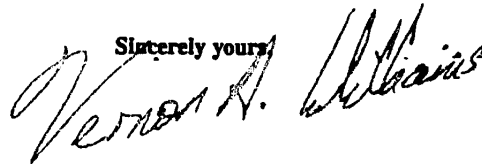
3/21/96

Gary J. Goodman
VP & Controller
Southern Illinois Company
One Mark Twain Plaza, Ste. 225
Edwardsville, Illinois 62025-1959

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 3/21/96 at 1:30PM, and assigned recordation number(s). 19040-E, 19081-D, 19081-E and 19116-F.

Sincerely yours,



Vernon A. Williams
Secretary

Enclosure(s)

\$ 84.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature

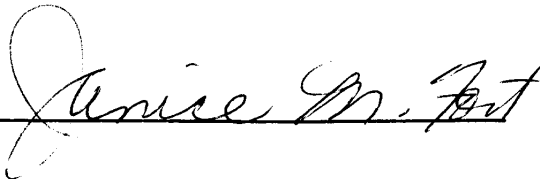


EXHIBIT AOld NumberNew Number

ATSF 314577
ATSF 314646
ATSF 307130
ATSF 307148
ATSF 307171
ATSF 305104
ATSF 314819
OTDX 496282
OTDX 77837
OTDX 73613

SIRX 460276
SIRX 460277
SIRX 525001
SIRX 525002
SIRX 525003
SIRX 465030
SIRX 460278
SIRX 465033
SIRX 465031
SIRX 73613